

IN THE UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK

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In re	:	Chapter 11
	:	
DELPHI CORPORATION, <u>et al.</u> ,	:	Case No. 05-44481 (RDD)
	:	
Debtors.	:	(Jointly Administered)
	:	
-----	X	

AFFIDAVIT OF SERVICE

I, Darlene Calderon, being duly sworn according to law, depose and say that I am employed by Kurtzman Carson Consultants LLC, the Court appointed claims and noticing agent for the Debtors in the above-captioned cases.

On November 4, 2008, I caused to be served the documents listed below (i) upon the parties listed on Exhibit A hereto via electronic notification and (ii) upon the parties listed on Exhibit B hereto via postage pre-paid U.S. mail:

- 1) Sixth Supplemental Order Pursuant To 11 U.S.C. § 502(b) And Fed. R. Bankr. P 2002(m), 3007, 7016, 7026, 9006, 9007, And 9014 Establishing (I) Dates For Hearing Regarding Objections To Claims And (II) Certain Notices And Procedures Governing Objections To Claims ("Sixth Supplemental Claim Objection Procedures Order") (Docket No. 14371) [a copy of which is attached hereto as Exhibit C]
- 2) Order Authorizing Statutory Committee Members To Participate In Emergence Funding Structure ("Emergence Funding Participation Order") (Docket No. 14372) [a copy of which is attached hereto as Exhibit D]
- 3) Order, Solely As To Statutory Committees, Extending Debtors' Exclusive Periods Within Which To File And Solicit Acceptances Of Reorganization Plan Under 11 U.S.C. § 1121(d) ("Second § 1121(d) Statutory Committee Exclusivity Extension Order") (Docket No. 14373) [a copy of which is attached hereto as Exhibit E]
- 4) Joint Stipulation And Agreed Order Setting Maximum Amount Of Proof Of Claim Number 12147 (Pam Geller) (Docket No. 14387) [a copy of which is attached hereto as Exhibit F]

- 5) Order Pursuant To 11 U.S.C. § 502(b) And Fed. R. Bankr. P. 3007 Denying Motion For Leave To File Late Claims With Respect To Late Claim Filed By Bradford Industries, Inc. (Proof Of Claim No. 16564) And For Request For Finding That Cure Claim Is Conforming ("Bradford Industries, Inc. Order") (Docket No. 14391) [a copy of which is attached hereto as Exhibit G]
- 6) Joint Stipulation And Agreed Order Compromising And Allowing Proof Of Claim Number 7837 (Amroc Investments LLC As Assignee Of Deringer Mfg. Co., Inc.) (Docket No. 14392) [a copy of which is attached hereto as Exhibit H]
- 7) Joint Stipulation And Agreed Order Compromising And Allowing Proof Of Claim Numbers 10596 And 10598 (E.I. Du Pont De Nemours And Company And Latigo Master Fund, Ltd.) (Docket No. 14393) [a copy of which is attached hereto as Exhibit I]
- 8) Joint Stipulation And Agreed Order Compromising And Allowing Proof Of Claim Number 2335 (Georgia Department Of Revenue) (Docket No. 14394) [a copy of which is attached hereto as Exhibit J]
- 9) Joint Stipulation And Agreed Order Compromising And Allowing Proof Of Claim Number 14109 (SPCP Group, L.L.C. As Assignee Of Kensa LLC) (Docket No. 14395) [a copy of which is attached hereto as Exhibit K]
- 10) Order Disallowing And Expunging Proof Of Claim Number 10770 (Intesys Technologies, Inc.) (Docket No. 14396) [a copy of which is attached hereto as Exhibit L]
- 11) Joint Stipulation And Agreed Order Compromising And Allowing Proof Of Claim Numbers 2625, 2626, 2627, 2636, And 2638 And Disallowing And Expunging Claim Number 2628 (Liquidity Solutions, Inc.) (Docket No. 14397) [a copy of which is attached hereto as Exhibit M]
- 12) Order Establishing Schedule For Briefing Regarding Proof Of Claim Number 16707 (Louisiana Department Of Revenue Scheduling Order) (Docket No. 14398) [a copy of which is attached hereto as Exhibit N]

On November 4, 2008, I caused to be served the document listed below upon the party listed on Exhibit O hereto via postage pre-paid U.S. mail:

- 13) Joint Stipulation And Agreed Order Setting Maximum Amount Of Proof Of Claim Number 12147 (Pam Geller) (Docket No. 14387) [a copy of which is attached hereto as Exhibit F]

On November 4, 2008, I caused to be served the document listed below upon the parties listed on Exhibit P hereto via postage pre-paid U.S. mail:

- 14) Order Pursuant To 11 U.S.C. § 502(b) And Fed. R. Bankr. P. 3007 Denying Motion For Leave To File Late Claims With Respect To Late Claim Filed By Bradford Industries, Inc. (Proof Of Claim No. 16564) And For Request For Finding That Cure Claim Is Conforming ("Bradford Industries, Inc. Order") (Docket No. 14391) [a copy of which is attached hereto as Exhibit G]

On November 4, 2008, I caused to be served the document listed below upon the parties listed on Exhibit Q hereto via postage pre-paid U.S. mail:

- 15) Joint Stipulation And Agreed Order Compromising And Allowing Proof Of Claim Number 7837 (Amroc Investments LLC As Assignee Of Deringer Mfg. Co., Inc.) (Docket No. 14392) [a copy of which is attached hereto as Exhibit H]

On November 4, 2008, I caused to be served the document listed below upon the parties listed on Exhibit R hereto via postage pre-paid U.S. mail:

- 16) Joint Stipulation And Agreed Order Compromising And Allowing Proof Of Claim Numbers 10596 And 10598 (E.I. Du Pont De Nemours And Company And Latigo Master Fund, Ltd.) (Docket No. 14393) [a copy of which is attached hereto as Exhibit I]

On November 4, 2008, I caused to be served the document listed below upon the party listed on Exhibit S hereto via postage pre-paid U.S. mail:

- 17) Joint Stipulation And Agreed Order Compromising And Allowing Proof Of Claim Number 2335 (Georgia Department Of Revenue) (Docket No. 14394) [a copy of which is attached hereto as Exhibit J]

On November 4, 2008, I caused to be served the document listed below upon the party listed on Exhibit T hereto via postage pre-paid U.S. mail:

- 18) Joint Stipulation And Agreed Order Compromising And Allowing Proof Of Claim Number 14109 (SPCP Group, L.L.C. As Assignee Of Kensa LLC) (Docket No. 14395) [a copy of which is attached hereto as Exhibit K]

On November 4, 2008, I caused to be served the document listed below upon the party listed on Exhibit U hereto via postage pre-paid U.S. mail:

- 19) Order Disallowing And Expunging Proof Of Claim Number 10770 (Intesys Technologies, Inc.) (Docket No. 14396) [a copy of which is attached hereto as Exhibit L]

On November 4, 2008, I caused to be served the document listed below upon the party listed on Exhibit V hereto via postage pre-paid U.S. mail:

- 20) Joint Stipulation And Agreed Order Compromising And Allowing Proof Of Claim Numbers 2625, 2626, 2627, 2636, And 2638 And Disallowing And Expunging Claim Number 2628 (Liquidity Solutions, Inc.) (Docket No. 14397) [a copy of which is attached hereto as Exhibit M]

On November 4, 2008, I caused to be served the document listed below upon the parties listed on Exhibit W hereto via postage pre-paid U.S. mail:

- 21) Order Establishing Schedule For Briefing Regarding Proof Of Claim Number 16707 (Louisiana Department Of Revenue Scheduling Order) (Docket No. 14398) [a copy of which is attached hereto as Exhibit N]

Dated: November 6, 2008

/s/ Darlene Calderon  
Darlene Calderon

State of California  
County of Los Angeles

Subscribed and sworn to (or affirmed) before me on this 6th day of November, 2008, by Darlene Calderon, proved to me on the basis of satisfactory evidence to be the person who appeared before me.

Signature: /s/ Vanessa R. Quiñones

Commission Expires: 3/20/11

# **EXHIBIT A**

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Simpson Thatcher & Bartlett LLP	Kenneth S. Ziman, Robert H. Trust, William T. Russell, Jr.	425 Lexington Avenue		New York	NY	10017	212-455-2000	Counsel to Debtor's Prepetition Administrative Agent, JPMorgan Chase Bank, N.A.
Skadden, Arps, Slate, Meagher & Flom LLP	John Wm. Butler, John K. Lyons, Ron E. Meisler	333 W. Wacker Dr.	Suite 2100	Chicago	IL	60606	312-407-0700	Counsel to the Debtor
Skadden, Arps, Slate, Meagher & Flom LLP	Kayalyn A. Marafioti, Thomas J. Matz	4 Times Square	P.O. Box 300	New York	NY	10036	212-735-3000	Counsel to the Debtor
Spencer Fane Britt & Browne LLP	Daniel D. Doyle	1 North Brentwood Boulevard	Tenth Floor	St. Louis	MO	63105	314-863-7733	Counsel to Movant Retirees and Proposed Counsel to The Official Committee of Retirees
Spencer Fane Britt & Browne LLP	Nicholas Franke	1 North Brentwood Boulevard	Tenth Floor	St. Louis	MO	63105	314-863-7733	Counsel to Movant Retirees and Proposed Counsel to The Official Committee of Retirees
Stevens & Lee, P.C.	Chester B. Salomon, Constantine D. Pourakis	485 Madison Avenue	20th Floor	New York	NY	10022	2123198500	Counsel to Wamco, Inc.
Togut, Segal & Segal LLP	Albert Togut	One Penn Plaza	Suite 3335	New York	NY	10119	212-594-5000	Conflicts Counsel to the Debtors
Tyco Electronics Corporation	MaryAnn Brereton, Assistant General Counsel	60 Columbia Road		Morristown	NJ	07960	973-656-8365	Creditor Committee Member
United States Trustee	Brian Masumoto	33 Whitehall Street	21st Floor	New York	NY	10004-2112	212-510-0500	Counsel to United States Trustee
Warner Stevens, L.L.P.	Michael D. Warner	1700 City Center Tower II	301 Commerce Street	Fort Worth	TX	76102	817-810-5250	Proposed Conflicts Counsel to the Official Committee of Unsecured Creditors
Weil, Gotshal & Manges LLP	Harvey R. Miller	767 Fifth Avenue		New York	NY	10153	212-310-8500	Counsel to General Motors Corporation
Weil, Gotshal & Manges LLP	Jeffrey L. Tanenbaum, Esq.	767 Fifth Avenue		New York	NY	10153	212-310-8000	Counsel to General Motors Corporation
Weil, Gotshal & Manges LLP	Martin J. Bienenstock, Esq.	767 Fifth Avenue		New York	NY	10153	212-310-8000	Counsel to General Motors Corporation
Weil, Gotshal & Manges LLP	Michael P. Kessler, Esq.	767 Fifth Avenue		New York	NY	10153	212-310-8000	Counsel to General Motors Corporation
Wilmington Trust Company	Steven M. Cimalore	Rodney Square North	1100 North Market Street	Wilmington	DE	19890	302-636-6058	Creditor Committee Member/Indenture Trustee

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Angelo, Gordon & Co.	Leigh Walzer	245 Park Avenue	26th Floor	New York	NY	10167	212-692-8251	
APS Clearing, Inc.	Andy Leinhoff Matthew Hamilton	1301 S. Capital of Texas Highway	Suite B-220	Austin	TX	78746	512-314-4416	Counsel to APS Clearing, Inc.
Bingham McHale LLP	John E Taylor Michael J Alerding	10 West Market Street	Suite 2700	Indianapolis	IN	46204	317-635-8900	Counsel to Universal Tool & Engineering co., Inc. and M.G. Corporation
DaimlerChrysler Corporation	Kim Kolb	CIMS 485-13-32	1000 Chrysler Drive	Auburn Hills	MI	48326-2766	248-576-5741	Counsel to DaimlerChrysler Corporation; DaimlerChrysler Motors Company, LLC; DaimlerChrysler Canada, Inc.
Eckert Seamans Cherin & Mellott LLC	Michael G. Busenkell	300 Delaware Avenue	Suite 1360	Wilmington	DE	19801	302-425-0430	Counsel to Chicago Miniature Optoelectronic Technologies, Inc.
Gratz, Miller & Brueggeman, S.C.	Timothy C. Hall	1555 N. RiverCenter Drive	Suite 202	Milwaukee	WI	53212	414-271-4500	Counsel to International Brotherhood of Electrical Workers Local Unions No. 663; International Association of Machinists; AFL-CIO Tool and Die Makers Local Lodge 78, District 10
Jason, Inc.	Beth Klimczak, General Counsel	411 E. Wisconsin Ave	Suite 2120	Milwaukee	WI	53202		General Counsel to Jason Incorporated
Nix, Patterson & Roach, L.L.P.	Bradley E. Beckworth	205 Linda Drive		Daingerfield	TX	75638	903-645-7333	Counsel to Teachers Retirement System of Oklahoma; Public Employees's Retirement System of Mississippi; Raifeisen Kapitalanlage-Gesellschaft m.b.H and Stichting Pensioenforde ABP
Nix, Patterson & Roach, L.L.P.	Jeffrey J. Angelovich	205 Linda Drive		Daingerfield	TX	75638	903-645-7333	Counsel to Teachers Retirement System of Oklahoma; Public Employees's Retirement System of Mississippi; Raifeisen Kapitalanlage-Gesellschaft m.b.H and Stichting Pensioenforde ABP
Nix, Patterson & Roach, L.L.P.	Susan Whatley	205 Linda Drive		Daingerfield	TX	75638	903-645-7333	Counsel to Teachers Retirement System of Oklahoma; Public Employees's Retirement System of Mississippi; Raifeisen Kapitalanlage-Gesellschaft m.b.H and Stichting Pensioenforde ABP

COMPANY	CONTACT	ADDRESS1	ADDRESS2	CITY	STATE	ZIP	PHONE	PARTY / FUNCTION
Norris, McLaughlin & Marcus	Elizabeth L. Abdelmasieh, Esq	721 Route 202-206	P.O. Box 1018	Somerville	NJ	08876	908-722-0700	Counsel to Rotor Clip Company, Inc.
Paul, Weiss, Rifkind, Wharton & Garrison	Curtis J. Weidler	1285 Avenue of the Americas		New York	NY	10019-6064	212-373-3157	Counsel to Ambrake Corporation; Akebono Corporation
Paul, Weiss, Rifkind, Wharton & Garrison	Justin G. Brass	1285 Avenue of the Americas		New York	NY	10019-6064	212-373-3000	Counsel to Merrill Lynch, Pierce, Fenner & Smith, Incorporated
Pepper, Hamilton LLP	Linda J. Casey	3000 Two logan Square	Eighteenth & Arch Streets	Philadelphia	PA	19103-2799	215-981-4000	Counsel to SKF USA, Inc.
Professional Technologies Services	John V. Gorman	P.O. Box #304		Frankenmuth	MI	48734	989-385-3230	Corporate Secretary for Professional Technologies Services
Republic Engineered Products, Inc.	Joseph Lapinsky	3770 Embassy Parkway		Akron	OH	44333	330-670-3004	Counsel to Republic Engineered Products, Inc.
Ropers, Majeski, Kohn & Bentley	Christopher Norgaard	515 South Flower Street	Suite 1100	Los Angeles	CA	90071	213-312-2000	Counsel to Brembo S.p.A; Bibielle S.p.A.; AP Racing
Ropes & Gray LLP	Gregory O. Kaden	One International Place		Boston	MA	02110-2624	617-951-7000	Attorneys for D-J, Inc.
Sachnoff & Weaver, Ltd	Charles S. Schulman	10 South Wacker Drive	40th Floor	Chicago	IL	60606	312-207-1000	Counsel to Infineon Technologies North America Corporation
Schafer and Weiner PLLC	Max Newman	40950 Woodward Ave.	Suite 100	Bloomfield Hills	MI	48304	248-540-3340	Counsel to Dott Industries, Inc.
Shipman & Goodwin LLP	Jennifer L. Adamy	One Constitution Plaza		Hartford	CT	06103-1919	860-251-5811	Counsel to Fortune Plastics Company of Illinois, Inc.; Universal Metal Hose Co.,
Sony Electronics Inc.	Lloyd B. Sarakin - Chief Counsel, Finance and Credit	1 Sony Drive	MD #1 E-4	Park Ridge	NJ	07656	201-930-7483	Counsel to Sony Electronics, Inc.
Squire, Sanders & Dempsey L.L.P.	Eric Marcks	One Maritime Plaza	Suite 300	San Francisco	CA	94111-3492		Counsel to Furukawa Electric Co., Ltd. And Furukawa Electric North America, APD Inc.
Steinberg Shapiro & Clark	Mark H. Shapiro	24901 Northwestern Highway	Suite 611	Southfield	MI	48075	248-352-4700	Counsel to Bing Metals Group, Inc.; Central Transport International, Inc.; Crown Enterprises, Inc.; Economy Transport, Inc.; Logistics Insight Corp (LINC); Universal Am-Can, Ltd.; Universal Truckload Services, Inc.
Thaler & Gertler LLP	Andrew M. Thaler Esq	90 Merrick Ave Ste 400		East Meadow	NY	11554	516-228-3533	Co-Counsel for David Gargis, Jimmy Mueller, and D. Keith Livingston

COMPANY	CONTACT	ADDRESS1	ADDRESS2	CITY	STATE	ZIP	PHONE	PARTY / FUNCTION
Thelen Reid Brown Raysman & Steiner LLP	David A. Lowenthal	875 Third Avenue		New York	NY	10022	212-603-2000	Counsel to American Finance Group, Inc. d/b/a Guaranty Capital Corporation and Oki Semiconductor Company
Togut, Segal & Segal LLP	Albert Togut, Esq.	One Penn Plaza	Suite 3335	New York	NY	10119	212-594-5000	Conflicts counsel to Debtors
Vorys, Sater, Seymour and Pease LLP	Robert J. Sidman, Esq.	52 East Gay Street	P.O. Box 1008	Columbus	OH	43216-1008	614-464-6422	
Warner Stevens, L.L.P.	Michael D. Warner	301 Commerce Street	Suite 1700	Fort Worth	TX	76102	817-810-5250	Counsel to Electronic Data Systems Corp. and EDS Information Services, L.L.C.
Weiland, Golden, Smiley, Wang Ekvall & Strok, LLP	Lei Lei Wang Ekvall	650 Town Center Drive	Suite 950	Costa Mesa	CA	92626	714-966-1000	Counsel to Toshiba America Electronic Components, Inc.
WL Ross & Co., LLC	Stephen Toy	1166 Avenue of the Americas		New York	NY	10036-2708	212-826-1100	Counsel to WL. Ross & Co., LLC

## **EXHIBIT C**

UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK

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	:
In re	:
	:
DELPHI CORPORATION, <u>et al.</u> ,	:
	:
Debtors.	:
	:
-----X	

SIXTH SUPPLEMENTAL ORDER PURSUANT TO 11 U.S.C. § 502(b) AND FED. R.  
BANKR. P. 2002(m), 3007, 7016, 7026, 9006, 9007, AND 9014 ESTABLISHING (I) DATES  
FOR HEARINGS REGARDING OBJECTIONS TO CLAIMS AND (II) CERTAIN NOTICES  
AND PROCEDURES GOVERNING OBJECTIONS TO CLAIMS

("SIXTH SUPPLEMENTAL CLAIM OBJECTION PROCEDURES ORDER")

Upon the motion, dated October 31, 2006, of Delphi Corporation and certain of its domestic subsidiaries and affiliates, debtors and debtors-in-possession in the above-captioned cases (collectively, the "Debtors") for an order pursuant to 11 U.S.C. §§ 502(b) and 502(c) and Fed. R. Bankr. P. 2002(m), 3007, 7016, 7026, 9006, 9007, and 9014 establishing (i) dates for hearings regarding disallowance or estimation of claims and (ii) certain notices and procedures governing hearings regarding disallowance or estimation of claims (the "Claim Objection Procedures Motion") (Docket No. 5453), and this Court having entered an order granting the Claim Objection Procedures Motion on December 6, 2006 (the "Claim Objection Procedures Order") (Docket No. 6089), a supplemental order on October 23, 2007 (Docket No. 10701), a second supplemental order on November 20, 2007 (Docket No. 10994), a third supplemental order on February 11, 2008 (Docket No. 12609), a fourth supplemental order on June 11, 2008 (Docket No. 13726), and a fifth supplemental order on August 5, 2008 (the "Fifth Supplemental

Order") (Docket No. 14022); and after due deliberation thereon; and good and sufficient cause appearing therefor,

IT IS HEREBY ORDERED THAT:

1. This Court shall conduct special periodic hearings on contested claims matters in these cases (the "Claims Hearings"), to be held in Courtroom 610, United States Bankruptcy Court, Alexander Hamilton Custom House, One Bowling Green, New York, New York 10004 unless the Debtors and the parties whose claims are affected are otherwise notified by this Court. The following dates and times (the "Claims Hearing Dates") have been scheduled for Claims Hearings in these chapter 11 cases and supersede the dates and times for Claims Hearings that are set forth in the Fifth Supplemental Order, and which follow the date of entry of this Order:

October 24, 2008 at 2:00 p.m. (prevailing Eastern time)

November 6, 2008 at 10:00 a.m. (prevailing Eastern time)

November 18, 2008 at 10:00 a.m. (prevailing Eastern time)

December 8, 2008 at 10:00 a.m. (prevailing Eastern time)

January 15, 2009 at 10:00 a.m. (prevailing Eastern time)

January 29, 2009 at 10:00 a.m. (prevailing Eastern time)

February 10, 2009 at 10:00 a.m. (prevailing Eastern time)

February 11, 2009 at 10:00 a.m. (prevailing Eastern time)

2. Claims Hearings thereafter may be scheduled by this Court. All claims matters requiring a hearing in these cases shall be set for and be heard on the Claims Hearing Dates unless alternative hearing dates are approved by this Court for good cause shown.



3. If this Court changes any of the dates for Claims Hearing Dates set forth in paragraph 1 above, the Debtors are authorized to provide a notice of change of Claims Hearing Date (the "Notice") in accordance with paragraph 9 of the Claim Objection Procedures Order. The terms of such Notice shall be binding upon all parties-in-interest in these chapter 11 cases and no other or further notice or order of this Court shall be necessary.

4. Except as set forth herein, the Claim Objection Procedures Order shall continue in full force and effect.

October 22, 2008

/s/Robert D. Drain

UNITED STATES BANKRUPTCY JUDGE

## **EXHIBIT D**

UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK

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	:	
In re	:	Chapter 11
	:	
DELPHI CORPORATION, <u>et al.</u> ,	:	Case No. 05-44481 (RDD)
	:	
Debtors.	:	(Jointly Administered)
	:	
-----	x	

ORDER AUTHORIZING STATUTORY COMMITTEE MEMBERS TO  
PARTICIPATE IN EMERGENCE FUNDING STRUCTURE

("EMERGENCE FUNDING PARTICIPATION ORDER")

Upon the motion, dated October 3, 2008 (the "Motion"), of Delphi Corporation and certain of its subsidiaries and affiliates, debtors and debtors-in-possession in the above-captioned cases (collectively, the "Debtors"), for an order a permitting the Debtors' statutory committee members to participate in the Debtors' emergence funding structure; and due and appropriate notice of the Motion, the relief requested therein, and the opportunity for a hearing on the Motion having been served by the Debtors in accordance with the Supplemental Order Under 11 U.S.C. §§ 102(1) And 105 And Fed. R. Bankr. P. 2002(m), 9006, 9007, And 9014 Establishing Omnibus Hearing Dates And Certain Notice, Case Management, And Administrative Procedures, entered March 20, 2006 (Docket No. 2883); and the Court having held a hearing on the Motion on October 23, 2008 (the "Hearing"); and this Court having core jurisdiction over the Chapter 11 Cases,<sup>1</sup> the Motion, this Order, and the parties and property affected hereby pursuant to 28. U.S.C. §§ 157(b) and 1334; and venue being proper before this Court pursuant to 28 U.S.C. §§ 1408 and 1409;

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<sup>1</sup> Capitalized terms used but not defined herein shall have the meanings ascribed to them in the Motion.

and upon the record of the Hearing and after due deliberation and consideration, and sufficient cause appearing therefor, it is hereby;

ORDERED, ADJUDGED, AND DECREED THAT:

1. The Motion is hereby GRANTED in its entirety.
2. Based upon the facts and circumstances set forth in the Motion and at the Hearing, any member of the Statutory Committees may participate in any aspect of the Debtors' emergence capital funding; provided, however, that (a) any such Statutory Committee member, in advance of its participation, makes written disclosure of such potential participation to the Debtors, counsel to each of the Statutory Committees, and the United States Trustee, (b) neither any such Statutory Committee member nor its advisors in connection with its service as a Statutory Committee member shall not discuss or share any information with his or her institution, or any lender or other party involved in the exit funding, related to the strategy of the Debtors or the Statutory Committees regarding the exit funding, and (c) nothing in this order shall relieve any member of the Statutory Committees from its obligations under any applicable securities laws.
3. This Court shall retain jurisdiction to hear and determine all matters arising from the implementation of this order.

Dated: New York, New York  
October 23, 2008

/s/Robert D. Drain  
UNITED STATES BANKRUPTCY JUDGE

# **EXHIBIT E**

UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK

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: In re : Chapter 11  
: :  
: DELPHI CORPORATION, et al., : Case No. 05-44481 (RDD)  
: :  
: Debtors. : (Jointly Administered)  
: :  
-----X

ORDER, SOLELY AS TO STATUTORY COMMITTEES, EXTENDING DEBTORS'  
EXCLUSIVE PERIODS WITHIN WHICH TO FILE AND SOLICIT ACCEPTANCES OF  
REORGANIZATION PLAN UNDER 11 U.S.C. § 1121(d)

("SECOND § 1121(d) STATUTORY COMMITTEE EXCLUSIVITY EXTENSION ORDER")

Upon the motion, dated October 3, 2008 (the "Motion"), of Delphi Corporation and certain of its subsidiaries and affiliates, debtors and debtors-in-possession in the above-captioned cases (collectively, the "Debtors"), for an order under 11 U.S.C. § 1121(d) further extending the Debtors' exclusive periods within which to file and solicit acceptances of a plan of reorganization (collectively, the "Exclusive Periods"), as between the Debtors and the official committee of unsecured creditors and the official committee of equity security holders (collectively, the "Statutory Committees"), and upon the record of the hearing held on the Motion; and this Court having determined that the relief requested in the Motion is in the best interests of the Debtors, their estates, their creditors, and other parties-in-interest; and it appearing that proper and adequate notice of the Motion has been given and that no other or further notice is necessary; and after due deliberation thereon; and good and sufficient cause appearing therefor, it is hereby

ORDERED, ADJUDGED, AND DECREED THAT:

1. The Motion is GRANTED.

2. The Debtors' exclusive period under 11 U.S.C. § 1121(d) for filing a plan of reorganization, solely as between the Debtors and the Statutory Committees, is extended through and including January 31, 2009.

3. The Debtors' exclusive period under 11 U.S.C. § 1121(d) for soliciting acceptances of a plan of reorganization, solely as between the Debtors and the Statutory Committees, is extended through and including March 31, 2009.

4. Entry of this order is without prejudice to (a) the Debtors' right to seek such additional and further extensions of the Exclusive Periods, solely as between the Debtors and the Statutory Committees, as may be necessary or appropriate and (b) the Statutory Committees' right to seek to reduce the Exclusive Periods, solely as between the Debtors and the Statutory Committees, for cause in accordance with 11 U.S.C. § 1121(d).

5. The Debtors and the Statutory Committees expressly reserve their rights to address, if any of the Exclusive Periods expires, solely as between the Debtors and the Statutory Committees, whether 11 U.S.C. § 1129(c) prevents the Statutory Committees from filing and soliciting a competing plan of reorganization.

6. This Court shall retain jurisdiction to hear and determine all matters arising from the implementation of this order.

Dated: New York, New York  
October 23, 2008

/s/Robert D. Drain

UNITED STATES BANKRUPTCY JUDGE

# **EXHIBIT F**



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- and -

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Attorneys for Delphi Corporation, et al.,  
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Delphi Legal Information Website:  
<http://www.delphidocket.com>

UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK

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	:
	:
In re	: Chapter 11
	:
DELPHI CORPORATION, et al.,	: Case No. 05-44481 (RDD)
	:
Debtors.	: (Jointly Administered)
	:
----- X	

JOINT STIPULATION AND AGREED ORDER SETTING MAXIMUM  
AMOUNT OF PROOF OF CLAIM NUMBER 12147  
(PAM GELLER)

Delphi Corporation ("Delphi") and certain of its subsidiaries and affiliates, debtors and debtors-in-possession in the above-captioned cases (collectively, the "Debtors"), and Pam Geller ("Geller") respectfully submit this Joint Stipulation And Agreed Order Capping Proof Of Claim Number 12147 (Pam Geller) (the "Joint Stipulation") and agree and state as follows:

WHEREAS, on October 8, 2005 ("Petition Date"), the Debtors filed voluntary petitions under chapter 11 of title 11 of the United States Code, 11 U.S.C. §§ 101-1330, as then amended (the "Bankruptcy Code"), in the United States Bankruptcy Court for the Southern District of New York (the "Court").

WHEREAS, on July 28, 2006, Geller filed proof of claim number 12147 (the "Proof of Claim") against Delphi. The Proof of Claim asserts an unsecured non-priority claim in an unliquidated amount (the "Claim")

WHEREAS, on September 21, 2007, the Debtors objected to Proof of Claim 12147 pursuant to the Debtors' Twenty-First Omnibus Objection Pursuant to 11 U.S.C. § 502(b) and Fed. R. Bankr. P. 3007 to Certain (A) Duplicate or Amended Claims, (B) Untimely Equity Claim, (C) Insufficiently Documented Claims, (D) Claims Not Reflected on Debtors' Books and Records, (E) Untimely Claims, and (F) Claims Subject to Modification, Tax Claim Subject to Modification, and Modified Claims Asserting Reclamation (Docket No. 9535) (the "Twenty-First Omnibus Claims Objection").

WHEREAS on approximately October 23, 2007, Pam Geller filed her undocketed response to the Twenty-First Omnibus Claims Objection (Undocketed) (the "Response").

WHEREAS, pursuant to this Joint Stipulation, the Debtors and Geller

acknowledge and agree that the asserted amount of the Claim shall be modified and capped at \$50,000.00.

THEREFORE, the Debtors and Geller stipulate and agree as follows:

1. The Claim is hereby capped such that in no event shall the Claim be allowed in an amount exceeding \$50,000.00.

So Ordered in New York, New York, this 31th day of October, 2008

/s/Robert D. Drain

UNITED STATES BANKRUPTCY JUDGE

AGREED TO AND  
APPROVED FOR ENTRY:

/s/ John K. Lyons

John Wm. Butler, Jr.  
John K. Lyons  
Ron E. Meisler  
SKADDEN, ARPS, SLATE, MEAGHER  
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/s/ Eric R. Wapnick

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Attorney for Pam Geller

- and -

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Attorneys for Delphi Corporation, et al.,  
Debtors and Debtors-in-Possession

# **EXHIBIT G**

UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK

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In re	:
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DELPHI CORPORATION, <u>et al.</u> ,	:
	:
Debtors.	:
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ORDER PURSUANT TO 11 U.S.C. § 502(b) AND FED. R. BANKR. P. 3007  
DENYING MOTION FOR LEAVE TO FILE LATE CLAIMS WITH RESPECT TO LATE  
CLAIM FILED BY BRADFORD INDUSTRIES, INC. (PROOF OF CLAIM NO. 16564)  
AND FOR REQUEST FOR FINDING THAT CURE CLAIM IS CONFORMING

("BRADFORD INDUSTRIES, INC. ORDER")

Upon Bradford Industries, Inc.'s Motion For Leave To File Late Claims With Respect To Late Claim Filed By Bradford Industries, Inc. (Proof Of Claim No. 16564) And Request For Finding That Cure Claim Is Conforming (Docket No. 13718) (the "Motion") pursuant to Fed. R. Bankr. P. 9006; the Supplemental Response Of Bradford Industries To Debtors Objection To Motion For Leave To File Late Claims And Request For Finding That Cure Claim Is Conforming (Docket No. 14342) (the "Supplemental Response"); and the Debtors' Objection To Bradford Industries, Inc. Motion For Leave To File Late Claims With Respect To Late Claim Filed By Bradford Industries, Inc. (Proof Of Claim No. 16564) And Request For Finding That Cure Claim Is Conforming (Docket No. 13929) (the "Objection") filed by Delphi Corporation and certain of its subsidiaries and affiliates, debtors and debtors-in-possession in the above-captioned cases (collectively, the "Debtors"); and this Court having considered the documents and exhibits filed by Bradford Industries, Inc. and by the Debtors and the arguments

of both parties at the hearing on this matter conducted on October 24, 2008 (the "Hearing"); and for the reasons stated by this Court at the Hearing; and after due deliberation thereon; and good and sufficient cause appearing therefor,

IT IS HEREBY FOUND AND DETERMINED THAT:<sup>1</sup>

A. This Court has jurisdiction over the Motion, the Supplemental Response, and the Objection pursuant to 28 U.S.C. §§ 157 and 1334. Consideration of the Motion, the Supplemental Response, and the Objection is a core proceeding under 28 U.S.C. § 157 (b)(2). Venue of these cases and the Motion, the Supplemental Response, and the Objection is proper under 28 U.S.C. §§ 1408 and 1409.

NOW THEREFORE, IT IS HEREBY ORDERED, ADJUDGED, AND DECREED  
THAT:

1. The Motion is hereby denied for the reasons set forth more fully on the record at the Hearing.
2. Proof of claim number 16564 is hereby disallowed and expunged in its entirety with prejudice.

Dated: New York, New York  
November 3, 2008

/s/Robert D. Drain

UNITED STATES BANKRUPTCY JUDGE

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<sup>1</sup> Findings of fact shall be construed as conclusions of law and conclusions of law shall be construed as findings of fact when appropriate. See Fed. R. Bankr. P. 7052.

# **EXHIBIT H**

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Delphi Legal Information Website:  
<http://www.delphidocket.com>

UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK

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In re	:
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DELPHI CORPORATION, et al.,	:
	:
Debtors.	:
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----- X	

Chapter 11  
Case No. 05-44481 (RDD)  
(Jointly Administered)

JOINT STIPULATION AND AGREED ORDER COMPROMISING  
AND ALLOWING PROOF OF CLAIM NUMBER 7837  
(AMROC INVESTMENTS LLC AS ASSIGNEE OF DERINGER MFG. CO., INC.)



Delphi Corporation and certain of its subsidiaries and affiliates, including Delphi Mechatronic Systems Inc. ("Mechatronic"), debtors and debtors-in-possession in the above-captioned cases (collectively, the "Debtors"), and Amroc Investments LLC ("Amroc") as assignee of Deringer Mnf. Co., Inc. ("Deringer") respectfully submit this Joint Stipulation And Agreed Order Compromising And Allowing Proof Of Claim Number 7837 (Amroc Investments LLC As Assignee Of Deringer Mnf. Co., Inc.) (the "Joint Stipulation") and agree and state as follows:

WHEREAS, on October 8, 2005 (the "Petition Date"), the Debtors filed voluntary petitions under chapter 11 of title 11 of the United States Code, 11 U.S.C. §§ 101-1330, as then amended, in the United States Bankruptcy Court for the Southern District of New York.

WHEREAS, on June 12, 2006, Amroc filed proof of claim number 7837 against Mechatronic, which asserts an unsecured non-priority claim in the amount of \$152,445.85 (the "Claim") stemming from the sale of goods.

WHEREAS, on August 24, 2007, the Debtors objected to the Claim pursuant to the Debtors' Twentieth Omnibus Objection Pursuant To 11 U.S.C. Section 502(b) And Fed. R. Bankr. P. 3007 To Certain (A) Duplicate And Amended Claims, (B) Insufficiently Documented Claims, (C) Claims Not Reflected On Debtors' Books And Records, (D) Untimely Claim, And (E) Claims Subject To Modification, Tax Claims Subject To Modification, Modified Claims Asserting Reclamation, Consensually Modified And Reduced Tort Claims, And Lift Stay Procedures Claims Subject To Modification (Docket No. 9151) (the "Twentieth Omnibus Claims Objection").

WHEREAS, Deringer's response to the Twentieth Omnibus Claims Objection

(the "Response") was received by counsel for the Debtors, but such Response was not, as of the date of this Joint Stipulation, docketed in the Debtors' chapter 11 cases.

WHEREAS, pursuant to this Joint Stipulation, Mechatronic acknowledges and agrees that the Claim shall be allowed against Mechatronic in the amount of \$152,122.24.

WHEREAS, Amroc acknowledges that it has been given the opportunity to consult with counsel before executing this Joint Stipulation and is executing this Joint Stipulation without duress or coercion and without reliance on any representations, warranties, or commitments other than those representations, warranties, and commitments set forth in this Joint Stipulation.

WHEREAS, Mechatronic is authorized to enter into this Joint Stipulation either because the Claim involves ordinary course controversies or pursuant to that certain Amended And Restated Order Under 11 U.S.C. §§ 363, 502, And 503 And Fed. R. Bankr. P. 9019(b) Authorizing Debtors To Compromise Or Settle Certain Classes Of Controversy And Allow Claims Without Further Court Approval (Docket No. 8401) entered by this Court on June 26, 2007.

THEREFORE, the Debtors and Amroc stipulate and agree as follows:

1. The Claim shall be allowed in the amount of \$152,122.24 and shall be treated as an allowed general unsecured non-priority claim against the estate of Mechatronic.
2. Allowance of the Claim is in full satisfaction of the Claim and Amroc and Deringer, each on its behalf and on behalf of each of its own predecessors, successors, assigns, parents, subsidiaries, and affiliated companies, and each of their former, current, and future officers, directors, owners, employees, and other agents (the "Releasing Parties"), hereby waive any and all rights to assert, against any and all of the Debtors, that the Claim is anything but a

prepetition general unsecured non-priority claim against Mechatronic. The Releasing Parties further release and waive any right to assert any other claim, cause of action, demand, lien, or liability of every kind and nature whatsoever, including those arising under contract, statute, or common law, whether or not known or suspected at this time, which relate to the Claim or which the Releasing Parties have, ever had, or hereafter shall have against the Debtors based upon, arising out of, related to, or by reason of any event, cause, thing, act, statement, or omission occurring before the Petition Date.

3. Deringer's Response to the Twentieth Omnibus Claims Objection shall be deemed withdrawn with prejudice.

So Ordered in New York, New York, this 3rd day of October, 2008

/s/Robert D. Drain

UNITED STATES BANKRUPTCY JUDGE

AGREED TO AND  
APPROVED FOR ENTRY:

John K. Lyons

John Wm. Butler, Jr.

John K. Lyons

Ron E. Meisler

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& FLOM LLP

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Debtors and Debtors-in-Possession

/s/ David S. Leinwand

David S. Leinwand

Valerie J. Ford

Amroc Investments, LLC

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New York, NY 10022

(212) 905-2885

Amroc Investments LLC As Assignee Of  
Deringer Mnf. Co., Inc.

/s/Lee Trimble

Lee Trimble

Deringer-Ney, Inc.

616 Atrium Drive

Vernon Hills, IL 60061

# **EXHIBIT I**

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UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK

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	:	
In re	:	Chapter 11
	:	
DELPHI CORPORATION, et al.,	:	Case No. 05-44481 (RDD)
	:	
Debtors.	:	(Jointly Administered)
	:	
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JOINT STIPULATION AND AGREED ORDER COMPROMISING  
AND ALLOWING PROOFS OF CLAIM NUMBERS 10596 AND 10598  
(E.I. DU PONT DE NEMOURS AND COMPANY AND LATIGO MASTER FUND, LTD.)

Delphi Corporation and certain of its subsidiaries and affiliates, including Delphi Automotive Systems LLC ("DAS LLC"), Delphi Mechatronic Systems, Inc. ("Mechatronic"), and Delphi Connection Systems ("Connections"), debtors and debtors-in-possession in the above-captioned cases (collectively, the "Debtors"), E.I. du Pont de Nemours and Company ("DuPont"), and Latigo Master Fund, Ltd. ("Latigo" and, together with DuPont, the "Claimants") respectfully submit this Joint Stipulation And Agreed Order Compromising And Allowing Proof Of Claim Numbers 10596 And 10598 (E.I. Du Pont De Nemours and Company And Latigo Master Fund, Ltd.) and agree and state as follows:

WHEREAS, on October 8, 2005, the Debtors filed voluntary petitions under chapter 11 of title 11 of the United States Code, 11 U.S.C. §§ 101-1330, as then amended, in the United States Bankruptcy Court for the Southern District of New York.

WHEREAS, on October 14, 2005, DuPont submitted a demand to the Debtors asserting a reclamation claim in the amount of \$2,558,033.09 (the "Reclamation Demand").

WHEREAS, on February 21, 2006, the Debtors sent a statement of reclamation (the "Statement of Reclamation") to DuPont with respect to the Reclamation Demand, whereby the Debtors asserted that the valid amount of the Reclamation Demand is \$90,659.67 (the "Reclamation Claim"), subject to the Debtors' right to seek, at any time, a judicial determination that certain reserved defenses (the "Reserved Defenses") to the Reclamation Claim are valid.

WHEREAS, DuPont failed to respond to the Statement of Reclamation. Thus, pursuant to the Amended Final Reclamation Order Under 11 U.S.C. §§ 362, 503, And 546 And Fed. R. Bankr. P. 9019 Establishing Procedures For The Treatment Of Reclamation Claims (Docket No. 881) entered by the Delphi Bankruptcy Court on November 4, 2005, Dupont has

been deemed to have consented to the amount set forth in the Statement of Reclamation, subject to the Reserved Defenses.

WHEREAS, on July 25, 2006, DuPont filed proof of claim number 10596 against Mechatronic, asserting an unsecured non-priority claim in the amount of \$123,481.26 ("Claim 10596") arising from the sale of goods.

WHEREAS, on July 25, 2006, DuPont filed proof of claim number 10598 against Connections, asserting an unsecured non-priority claim in the amount of \$172,287.79 ("Claim 10598," and together with Claim 10596, the "Claims") arising from the sale of goods.

WHEREAS, on December 18, 2006, DuPont assigned its interest in the Claims to Latigo pursuant to a Notice of Transfer.

WHEREAS, November 19, 2007, the Debtors objected to the Claims pursuant to the Debtors' Twenty-Third Omnibus Objection Pursuant To 11 U.S.C. Section 502(b) And Fed. R. Bankr. P. 3007 To Certain (A) Duplicate Claims, (B) Certain Equity Claims, (C) Insufficiently Documented Claim, (D) Certain Claims Not Reflected On Debtors' Books And Records, And (E) Certain Claims Subject To Modification, Modified Claims Asserting Reclamation, Claim Subject To Modification That Is Subject To Prior Order, And Modified Claim Asserting Reclamation That Is Subject To Prior Order (Docket No. 10982) (the "Twenty-Third Omnibus Claims Objection").

WHEREAS, on December 4, 2007, DuPont filed its Response of E.I. Du Pont De Nemours And Company To Debtors' Twenty-Third Omnibus Objection To Claims (Docket No. 11235) (the "Response").

WHEREAS, on December 19, 2007, pursuant to the Second Amended and Restated Final Order Under 11 U.S.C. §§ 362, 503, and 546 and Fed. R. Bankr. P. 9019



Establishing Procedures for Treatment of Reclamation Claims (Docket No. 10409) (the "Second Amended Reclamation Order"), entered by the Delphi Bankruptcy Court on October 2, 2007, the Debtors served a copy of a personalized Notice Of Treatment Of Reclamation Claim Under Plan Of Reorganization (the "Reclamation Election Notice") on DuPont with respect to the Reclamation Claim, whereby the Debtors presented DuPont with the option of electing either (i) to take a general unsecured claim for the amount of the Reclamation Claim to the extent that such claim is allowed or (ii) to continue to assert administrative priority status for the Reclamation Claim and have its Reclamation Claim automatically adjourned to a future contested hearing at which the Debtors would seek a judicial determination that the Reclamation Claim is subject to the Debtors' Reserved Defense that the Reclamation Claim is not entitled to administrative priority status on the grounds that the goods and/or the proceeds from the sale of the goods for which the DuPont is seeking a Reclamation Claim are or were subject to a valid security interest (the "Prior Lien Defense").

WHEREAS, DuPont returned the Reclamation Election Notice and chose to take a general unsecured claim for the amount of the Reclamation Claim to the extent that such claim is allowed.

WHEREAS, on October 2, 2008, to resolve the Twenty-Third Omnibus Claims Objection with respect to the Claims, DAS LLC, Mechatronic, Connections, and the Claimants entered into a settlement agreement (the "Settlement Agreement").

WHEREAS, pursuant to the Settlement Agreement, (i) Mechatronic acknowledges and agrees that Claim 10596 shall be allowed against Mechatronic in the amount of \$99,169.26 ("Allowed Claim 10596") and (ii) DAS LLC and Connections acknowledge and agree that Claim 10598 shall be allowed against DAS LLC in the amount of \$156,479.11 and

against Connections in the amount of \$15,808.68 ("Allowed Claim 10598," and together with Allowed Claim 10596, the "Allowed Claims").

WHEREAS, DAS LLC, Mechatronic, and Connections are authorized to enter into the Settlement Agreement either because the Claims involve ordinary course controversies or pursuant to that certain Amended And Restated Order Under 11 U.S.C. §§ 363, 502, And 503 And Fed. R. Bankr. P. 9019(b) Authorizing Debtors To Compromise Or Settle Certain Classes Of Controversy And Allow Claims Without Further Court Approval (Docket No. 8401) entered by this Court on June 26, 2007.

THEREFORE, the Debtors and the Claimants stipulate and agree as follows:

1. Claim 10596 shall be allowed in the amount of \$99,169.26 and shall be treated as an allowed general unsecured non-priority claim against the estate of Mechatronic.
2. Claim 10598 shall be allowed in the amount of \$156,479.11 against DAS LLC and in the amount of \$15,808.68 against Connections, and shall be treated as an allowed general unsecured non-priority claim against the estates of DAS LLC and Connections.
3. Without further order of this Court, the Debtors are authorized to offset or reduce the Allowed Claims for purposes of distribution to holders of allowed claims entitled to receive distributions under any plan of reorganization of the Debtors by the amount of any cure payments made on account of the assumption, pursuant to section 365 of the Bankruptcy Code, of an executory contract or unexpired lease to which DuPont is a party.
4. DuPont shall withdraw the Response to the Twenty-Third Omnibus Claims Objection with prejudice.

So Ordered in New York, New York, this 3rd day of October, 2008

/s/Robert D. Drain

UNITED STATES BANKRUPTCY JUDGE

AGREED TO AND  
APPROVED FOR ENTRY:

/s/ John K. Lyons

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Ron E. Meisler  
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– and –

– and –

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and Company

/s/ Paul Malek

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Attorney for Latigo Master Fund, Ltd.

## **EXHIBIT J**

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UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK

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In re	: Chapter 11
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DELPHI CORPORATION, et al.,	: Case No. 05-44481 (RDD)
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Debtors.	: (Jointly Administered)
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JOINT STIPULATION AND AGREED ORDER COMPROMISING  
AND ALLOWING PROOF OF CLAIM NUMBER 2335  
(GEORGIA DEPARTMENT OF REVENUE)

Delphi Corporation ("Delphi") and certain of its subsidiaries and affiliates, including Delphi Automotive Systems LLC ("DAS LLC"), debtors and debtors-in-possession in the above-captioned cases (collectively, the "Debtors"), and Georgia Department of Revenue ("Georgia") respectfully submit this Joint Stipulation And Agreed Order Compromising And Allowing Proof Of Claim Number 2335 (Georgia Department Of Revenue) and agree and state as follows:

WHEREAS, on October 8, 2005 (the "Petition Date"), the Debtors filed voluntary petitions under chapter 11 of title 11 of the United States Code, 11 U.S.C. §§ 101-1330, as then amended, in the United States Bankruptcy Court for the Southern District of New York.

WHEREAS, on March 20, 2006, Georgia filed proof of claim number 2335 against DAS LLC in the total amount of \$3,007.60, which asserts (i) an unsecured priority claim in the amount of \$576.19 and (ii) a general unsecured claim in the amount of \$2,431.41 (collectively, the "Claim") arising from taxes allegedly owed by DAS LLC to Georgia.

WHEREAS, on February 15, 2007, the Debtors objected to the Claim pursuant to the Debtors' Ninth Omnibus Objection (Substantive) Pursuant To 11 U.S.C. § 502(b) And Fed. R. Bankr. P. 3007 To Certain (A) Insufficiently Documented Claims, (B) Claims Not Reflected On Debtors' Books And Records, (C) Untimely Claims, And (D) Claims Subject To Modification (Docket No. 6968) (the "Ninth Omnibus Claims Objection").

WHEREAS, on March 15, 2007, Georgia filed Georgia Department Of Revenue's Response To Debtors' Ninth Omnibus Objection (Substantive) Pursuant To 11 U.S.C. § 502(b) And Fed. R. Bankr. P. 3007 To Certain (A) Insufficiently Documented Claims, (B) Claims Not Reflected On Debtors' Books And Records, (C) Untimely Claims, And (D) Claims Subject To

Modification (Docket No. 7278) (the "Response").

WHEREAS, to resolve the Ninth Omnibus Claims Objection with respect to the Claim, the Debtors and Georgia entered into this Joint Stipulation.

WHEREAS, pursuant to this Joint Stipulation, the Debtors acknowledge and agree that the Claim shall be allowed against DAS LLC in the amount of \$146.60 as an unsecured priority tax claim.

WHEREAS, DAS LLC is authorized to enter into this Joint Stipulation either because the Claim involves ordinary course controversies or pursuant to that certain Amended And Restated Order Under 11 U.S.C. §§ 363, 502, And 503 And Fed. R. Bankr. P. 9019(b) Authorizing Debtors To Compromise Or Settle Certain Classes Of Controversy And Allow Claims Without Further Court Approval (Docket No. 8401) entered by this Court on June 26, 2007.

THEREFORE, the Debtors and Georgia stipulate and agree as follows:

1. The Claim shall be allowed in the amount of \$146.60 and shall be treated as an allowed unsecured priority tax claim against the estate of DAS LLC.

2. Allowance of the Claim is in full satisfaction of the Claim and Georgia, on its behalf and on behalf of each of its predecessors, successors, assigns, parents, subsidiaries, and affiliated companies, and each of their former, current, and future officers, directors, owners, employees, and other agents (the "Georgia Releasing Parties"), hereby releases and waives any and all rights to assert, against any and all of the Debtors, that the Claim is anything but a prepetition unsecured priority tax claim against DAS LLC. The Georgia Releasing Parties further release and waive any right to assert any other claim, cause of action, demand, lien, or liability of every kind and nature whatsoever, including those arising under contract, statute, or

common law, whether or not known or suspected at this time, which relate to the Claim or which the Georgia Releasing Parties have, ever had, or hereafter shall have against the Debtors based upon, arising out of, related to, or by reason of any event, cause, thing, act, statement, or omission occurring before the Petition Date; provided however, that if any of the Debtors assert a claim for a refund against any of the Georgia Releasing Parties, the Georgia Releasing Parties shall retain all defenses, including, but not limited to, the right of recoupment, with respect to any such refund claim.

3. Georgia shall withdraw its Response to the Ninth Omnibus Claims Objection with prejudice.

So Ordered in New York, New York, this 3rd day of October, 2008

/s/Robert D. Drain  
UNITED STATES BANKRUPTCY JUDGE

AGREED TO AND  
APPROVED FOR ENTRY:

/s/ John K. Lyons  
John Wm. Butler, Jr.  
John K. Lyons  
Ron E. Meisler  
SKADDEN, ARPS, SLATE, MEAGHER  
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/s/ Oscar B. Fears, III  
Oscar B. Fears, III  
Assistant Attorney General  
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- and -

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Attorneys for Delphi Corporation, et al.,  
Debtors and Debtors-in-Possession



# **EXHIBIT K**

UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK

-----X  
:  
In re: :  
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DELPHI CORPORATION, et al., : Chapter 11  
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:  
Debtors. : Case No. 05-44481 [RDD]  
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Jointly Administered  
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**JOINT STIPULATION AND AGREED ORDER  
COMPROMISING AND ALLOWING PROOF OF CLAIM NUMBER 14109  
(SPCP GROUP, L.L.C. AS ASSIGNEE OF KENSA LLC)**

Delphi Corporation ("Delphi") and certain of its subsidiaries and affiliates, including Delphi Automotive Systems LLC ("DAS LLC"), debtors and debtors-in-possession in the above-captioned cases (collectively, the "Debtors") and SPCP Group, L.L.C. ("SPCP"), as Assignees of Kensa LLC, ("Kensa" and jointly with SPCP, the "Claimant"), respectfully submit this Joint Stipulation And Agreed Order Compromising And Allowing Proof Of Claim Number 14109 (the "Stipulation") and agree and state as follows:

**WHEREAS**, on October 8, 2005 (the "Petition Date"), the Debtors filed voluntary petitions under chapter 11 of title 11 of the United States Code, 11 U.S.C. §§ 101-1330, as amended, in the United States Bankruptcy Court for the Southern District of New York; and

**WHEREAS**, on July 31, 2006, Kensa filed proof of claim number 14109 against DAS LLC asserting an unsecured non-priority claim in the amount of \$165,738.24 (the "Claim"); and

**WHEREAS**, on September 21, 2007, the Debtors objected to the Claim pursuant to the Debtors' Twenty-First Omnibus Objection Pursuant To 11 U.S.C. Section 502(B) And Fed. R. Bankr. P. 3007 To Certain (A) Duplicate Or Amended Claims, (B) Untimely Equity Claim, (C) Insufficiently Documented Claims, (D) Claims Not Reflected On Debtors' Books And Records, (E) Untimely Claims, And (F) Claims Subject To Modification, Tax Claim Subject To Modification, And Modified Claims Asserting Reclamation (Docket No. 9535) (the "Twenty-First Omnibus Claims Objection"); and

**WHEREAS**, on October 18, 2007, Kensa filed its Response to the Twenty-First Omnibus Claims Objection (Docket No. 10645) (the "Response"); and

**WHEREAS**, on January 16, 2008, Kensa assigned its interest in the Claim to SPCP pursuant to a Notice of Transfer (Docket 12177); and

**WHEREAS**, on October 16, 2008, to resolve the Twenty-First Omnibus Claims Objection with respect to the Claim, DAS LLC and Claimant entered into a settlement agreement (the "Settlement Agreement"); and

**WHEREAS**, pursuant to the Settlement Agreement, the Debtors acknowledge and agree that the Claim shall be allowed against the estate of DAS LLC in the amount of \$90,901.16 as a general unsecured non-priority claim in favor of SPCP; and

**WHEREAS**, DAS LLC is authorized to enter into the Settlement Agreement either because the Claim involves ordinary course controversies or pursuant to that certain Order Under 11 U.S.C. §§ 363, 502, And 503 And Fed. R. Bankr. P. 9019(b) Authorizing Debtors To Compromise Or Settle Certain Classes Of Controversy And

Allow Claims Without Further Court Approval (Docket No. 4414) entered by this Court on June 29, 2006.

**NOW, THEREFORE**, in consideration of the foregoing, the Debtors and Claimant stipulate and agree as follows:

1. The Claim shall be allowed in favor of SPCP in the amount of \$90,901.16 and shall be treated as an allowed general unsecured non-priority claim against the estate of DAS LLC.
2. Without further order of the Court, DAS LLC is authorized to reduce the Claim for purposes of distribution to holders of allowed claims entitled to receive distributions under any plan of reorganization of the Debtors to the extent that amounts comprising the Claim are paid to Kensa as cure payments made on account of the assumption, pursuant to section 365 of the Bankruptcy Code, of an executory contract or unexpired lease to which Kensa is a party.
3. The Twenty-First Omnibus Claims Objection, solely as it relates to the Claim, and the Response are hereby withdrawn.

**[Signatures on the following page]**

Dated: New York, New York  
October 16, 2008

DELPHI CORPORATION, et al.,  
Debtors and Debtors-in-Possession,  
By their Bankruptcy Conflicts Counsel,  
TOGUT, SEGAL & SEGAL LLP,  
By:

/s/ Neil Berger

NEIL BERGER (NB-3599)  
A Member of the Firm  
One Penn Plaza, Suite 3335  
New York, New York 10119  
(212) 594-5000

Dated: New York, New York  
October 16, 2008

SPCP GROUP L.L.C.  
By its Counsel,  
DREIER LLP  
By:

/s/ Anthony B. Stumbo

PAUL TRAUB (PT 3752)  
MAURA I. RUSSELL (MR 1178)  
ANTHONY B. STUMBO (AS 9374)  
499 Park Ave., 14<sup>th</sup> Floor  
New York, New York 10022  
(212) 328-6100

**Accepted and agreed to by:**

**Kensa LLC**

**Fed ID # 38-33848410**

By /s/ Harold Zaima

Name: Harold Zaima

Title: President

Dated: October 15, 2008

**SO ORDERED**

This 3rd day of November, 2008  
in New York, New York

/s/Robert D. Drain

HONORABLE ROBERT D. DRAIN  
UNITED STATES BANKRUPTCY JUDGE

# **EXHIBIT L**

UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK

-----X  
:  
In re: :  
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DELPHI CORPORATION, et al., : Chapter 11  
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Debtors. : Case No. 05-44481 [RDD]  
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**ORDER DISALLOWING AND EXPUNGING PROOF OF  
CLAIM NUMBER 10770 (INTESYS TECHNOLOGIES, INC.)**

InteSys Technologies, Inc. ("Claimant") having filed proof of claim number 10770 (the "Claim") against Delphi Corporation ("Delphi") on July 25, 2006 asserting a claim in the amount of \$511,037.71; and on May 30, 2007, the above-captioned debtors (the "Debtors") having objected to the Claim pursuant to the Debtors' Fifteenth Omnibus Objection (Substantive) Pursuant to 11 U.S.C. Section 502(b) and Fed. R. Bankr. P. 3007 to Certain (A) Insufficiently Documented Claims, (B) Claims Not Reflected on Debtors' Books and Records, (C) Untimely Claims and Untimely Tax Claim, and (D) Claims Subject to Modification, Tax Claims Subject to Modification, and Modified Claims Asserting Reclamation (Docket No. 7999); and on October 16, 2008, Claimant having filed a Notice of Withdrawal of the Claim with prejudice (Docket No. 14336); and the Debtors having consented to Claimant's withdrawal of the Claim and seeking entry of an Order pursuant to Bankruptcy Rule 3006; and good and sufficient cause appearing therefor, and good and sufficient notice of the presentment of this Order having been given, it is

**ORDER, ADJUDGED AND DECREED THAT:**

1. The Claim is hereby disallowed and expunged in its entirety and  
with prejudice.

**SO ORDERED**

This 3rd day of November, 2008  
in New York, New York

/s/Robert D. Drain  
HONORABLE ROBERT D. DRAIN



# **EXHIBIT M**

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- and -

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Attorneys for Delphi Corporation, et al.,  
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Delphi Legal Information Website:  
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UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK

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In re	: Chapter 11
	:
DELPHI CORPORATION, et al.,	: Case No. 05-44481 (RDD)
	:
Debtors.	: (Jointly Administered)
	:
----- X	

JOINT STIPULATION AND AGREED ORDER COMPROMISING AND ALLOWING  
PROOFS OF CLAIM NUMBERS 2625, 2626, 2627, 2636, AND 2638 AND DISALLOWING  
AND EXPUNGING PROOF OF CLAIM NUMBER 2628  
(LIQUIDITY SOLUTIONS, INC.)

Delphi Corporation ("Delphi") and certain of its subsidiaries and affiliates, including Delphi Automotive Systems LLC ("DAS LLC"), Delphi Mechatronic Systems, Inc. ("Mechatronic"), debtors and debtors-in-possession in the above-captioned cases (collectively, the "Debtors"), and Liquidity Solutions, Inc. ("Liquidity Solutions") respectfully submit this Joint Stipulation And Agreed Order Compromising And Allowing Proof Of Claim Numbers 2625, 2626, 2627, 2636, And 2638 And Disallowing And Expunging Claim Number 2628 (Liquidity Solutions, Inc.) (the "Joint Stipulation") and agree and state as follows:

WHEREAS, on October 8, 2005, the Debtors filed voluntary petitions under chapter 11 of title 11 of the United States Code, 11 U.S.C. §§ 101-1330, as then amended (the "Bankruptcy Code"), in the United States Bankruptcy Court for the Southern District of New York.

WHEREAS, on April 13, 2006, Tinnerman Palnut Engineered Products ("Tinnerman") filed proof of claim number 2625 against Delphi, which asserts an unsecured non-priority claim in the amount of \$202,626.18 ("Claim No. 2625") stemming from the sale of goods.

WHEREAS, on April 13, 2006, Tinnerman filed proof of claim number 2626 against Delphi, which asserts an unsecured non-priority claim in the amount of \$1,174.50 ("Claim No. 2626") stemming from the sale of goods.

WHEREAS, on April 13, 2006, Tinnerman) filed proof of claim number 2627 against Delphi, which asserts an unsecured non-priority claim in the amount of \$1,923.00 ("Claim No. 2627") stemming from the sale of goods.

WHEREAS, on April 13, 2006, Tinnerman filed proof of claim number 2628 against Delphi, which asserts an unsecured non-priority claim in the amount of \$2,690.25

("Claim No. 2628") stemming from the sale of goods.

WHEREAS, on April 13, 2006, Tinnerman filed proof of claim number 2636 against Mechatronic, which asserts an unsecured non-priority claim in the amount of \$4,770.00 ("Claim No. 2636") stemming from the sale of goods.

WHEREAS, on April 13, 2006, Tinnerman filed proof of claim number 2638 against Delphi, which asserts an unsecured non-priority claim in the amount of \$2,012.50 ("Claim Number 2638," and together with Claim Nos. 2625, 2626, 2627, 2628, and 2636, the "Claims") stemming from the sale of goods.

WHEREAS, on August 28, 2006, Tinnerman assigned its interest in the Claims to Liquidity Solutions pursuant to a Notice of Transfer (Docket No. 5033).

WHEREAS, on February 15, 2007, the Debtors objected to the Claims pursuant to the Debtors' Ninth Omnibus Objection (Substantive) Pursuant To 11 U.S.C. Section 502(b) And Fed. R. Bankr. P. 3007 To Certain (A) Insufficiently Documented Claims, (B) Claims Not Reflected On Debtors' Books And Records, (C) Untimely Claims, And (D) Claims Subject to Modification (Docket No. 6968) (the "Ninth Omnibus Claims Objection").

WHEREAS, on March 15, 2007, Liquidity Solutions filed its Response Of Liquidity Solutions, Inc., As Assignee, To Debtors' Ninth Omnibus Objection (Substantive) Pursuant To 11 U.S.C. § 502(b) And Fed. Bankr. P. 3007 To Certain (A) Insufficiently Documented Claims, (B) Claims Not Reflected On Debtors' Books And Records, (C) Untimely Claims And (D) Claims Subject To Modification (Docket No. 7220) (the "Response").

WHEREAS, on or about March 8, 2008, DAS LLC issued cure payments to Tinnerman, pursuant to section 365 of the Bankruptcy Code, in connection with the divestiture of its Cockpits and Interior Systems and Integrated Closure Systems Businesses in amounts of

\$4,137.91 and \$1,110.83, which offset Claim No. 2625 and Claim No. 2626 in those amounts, respectively.

WHEREAS, DAS LLC acknowledges and agrees that Claim No. 2625 shall be allowed against DAS LLC in the amount of \$194,431.94 as a general unsecured non-priority claim.

WHEREAS, DAS LLC acknowledges and agrees that Claim No. 2626 shall be allowed against DAS LLC in the amount of \$31.84 as a general unsecured non-priority claim.

WHEREAS, DAS LLC acknowledges and agrees that Claim No. 2627 shall be allowed against DAS LLC in the amount of \$710.54 as a general unsecured non-priority claim.

WHEREAS, Liquidity Solutions acknowledges and agrees that Claim No. 2628 shall be disallowed and expunged in its entirety.

WHEREAS, Mechatronic acknowledges and agrees that Claim No. 2636 shall be allowed against Mechatronic in the amount of \$4,764.96 as a general unsecured non-priority claim.

WHEREAS, DAS LLC acknowledges and agrees that Claim No. 2638 shall be allowed against DAS LLC in the amount of \$4,764.96 as a general unsecured non-priority claim.

THEREFORE, the Debtors and Liquidity Solutions stipulate and agree as follows:

1. Claim No. 2625 shall be allowed in the amount of \$194,431.94 and shall be treated as an allowed general unsecured non-priority claim against the estate of DAS LLC.
2. Claim No. 2626 shall be allowed in the amount of \$31.84 and shall be treated as an allowed general unsecured non-priority claim against the estate of DAS LLC.
3. Claim No. 2627 shall be allowed in the amount of \$710.54 and shall be treated as an allowed general unsecured non-priority claim against the estate of DAS LLC.

4. Claim No. 2628 shall be disallowed and expunged in its entirety.

5. Claim No. 2636 shall be allowed in the amount of \$4,764.96 and shall be treated as an allowed general unsecured non-priority claim against the estate of Mechatronic.

6. Claim No. 2638 shall be allowed in the amount of \$1,512.50 and shall be treated as an allowed general unsecured non-priority claim against the estate of DAS LLC.

7. Liquidity Solutions, on its behalf and on behalf of each of its predecessors, successors, assigns, parents, subsidiaries, and affiliated companies, and each of their former, current, and future officers, directors, owners, employees, and other agents (the "Liquidity Solutions Releasing Parties"), hereby acknowledges that the allowance of each of Claim Nos. 2625, 2626, 2627, 2636, and 2638 is in full satisfaction of each of Claim Nos. 2625, 2626, 2627, 2636, and 2638, respectively, and Liquidity Solutions waives any and all rights to assert, against any and all of the Debtors, that Claim Nos. 2625, 2626, 2627, and 2638 are anything but prepetition general unsecured non-priority claims against DAS LLC and that Claim No. 2636 is anything but a prepetition general unsecured non-priority claim against Mechatronic. The Liquidity Solutions Releasing Parties further release and waive any right to assert any other claim, cause of action, demand, or liability of every kind and nature whatsoever, including those arising under contract, statute, or common law, whether or not known or suspected at this time, which relate to the Claims or which the Liquidity Solutions Releasing Parties have, ever had, or hereafter shall have against the Debtors based upon, arising out of, related to, or by reason of any event, cause, thing, act, statement, or omission occurring before the Petition Date that relates to the Claims.

8. Liquidity Solutions shall withdraw its Response to the Ninth Omnibus Claims Objection with prejudice with respect to the Claims.

So Ordered in New York, New York, this 31st day of October, 2008

/s/Robert D. Drain

UNITED STATES BANKRUPTCY JUDGE

AGREED TO AND  
APPROVED FOR ENTRY:

/s/ John K. Lyons

John Wm. Butler, Jr.  
John K. Lyons  
Ron E. Meisler  
SKADDEN, ARPS, SLATE, MEAGHER  
& FLOM LLP  
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/s/ Dana P. Kane

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Liquidity Solutions, Inc.  
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- and -

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Four Times Square  
New York, New York 10036  
(212) 735-3000

Attorneys for Delphi Corporation, et al.,  
Debtors and Debtors-in-Possession

# **EXHIBIT N**



UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK

-----	x	
	:	
In re	:	Chapter 11
	:	
DELPHI CORPORATION, <u>et al.</u> ,	:	Case No. 05-44481 (RDD)
	:	
Debtors.	:	(Jointly Administered)
	:	
-----	x	

ORDER ESTABLISHING SCHEDULE FOR BRIEFING  
REGARDING PROOF OF CLAIM NUMBER 16707

(LOUISIANA DEPARTMENT OF REVENUE SCHEDULING ORDER)

Upon the Debtors' Twenty-Sixth Omnibus Objection Pursuant To 11 U.S.C. § 502(b) And Fed. R. Bankr. P. 3007 To Certain (A) Duplicate Or Amended Claims, (B) Untimely Claims Not Reflected On Debtors' Books And Records, (C) Untimely Claims, And (D) Claims Subject To Modification And Modified Claim Asserting Reclamation (Docket No. 12686) filed by Delphi Corporation and certain of its subsidiaries and affiliates, debtors and debtors-in-possession in the above-captioned cases (collectively, the "Debtors"); and the Motion To Allow Late Filed Claim (Docket No. 13535) (the "Motion") filed by the Louisiana Department of Revenue (the "Department") seeking this Court's authority to file proof of claim number 16707 after the bar date established by this Court in the above-captioned cases, it is hereby

ORDERED, ADJUDGED, AND DECREED THAT:

1. On or before November 4, 2008, the Department shall (i) file with this Court its opening brief in support of the Motion, including all exhibits thereto, and (ii) deliver to the Debtors and this Court no more than two declarations, if any, in support thereof.

2. On or before November 11, 2008, the Debtors shall (i) file with this Court their responsive brief, including all exhibits thereto, and (ii) deliver to the Department and this Court no more than two declarations, if any, in support thereof.

3. On or before November 14, 2008, the Department shall file with this Court any supplemental brief, including all exhibits thereto.

4. The Court will not conduct a hearing on this matter but will communicate its ruling thereon to both the Department and the Debtors.

Dated: New York, New York  
November 3, 2008

/s/Robert D. Drain  
UNITED STATES BANKRUPTCY JUDGE

# **EXHIBIT O**

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Delphi Corporation  
Special Parties

Company	Address1	City	State	Zip
Eric R Wapnick	1296 Dubonnet Ct	Oak Park	CA	91377

# **EXHIBIT P**

Company	Contact	Address1	Address2	City	State	Zip
Bradford Industries Inc		1857 Middlesex St		Lowell	MA	01851-0000
Seyfath Shaw LLP	William Hanlon	World Trade Center East	Two Seaport Lane Suite 300	Boston	MA	02210-0000

# **EXHIBIT Q**

Company	Contact	Address1	City	State	Zip
Amroc Investments LLC	David S Leinwand Valerie J Ford	535 Madison Ave 15th Fl	New York	NY	10022
Deringer-Ney Inc	Lee Trimble	616 Atrium Dr	Vernon Hills	IL	60061



# **EXHIBIT R**

Company	Contact	Address1	City	State	Zip
Latigo Master Fund Ltd	Paul Malek	590 Madison Ave 9th Fl	New York	NY	10022
Phillips Lytle LLP	William J Brown Angela Z Miller	437 Madison Ave 34th Fl	New York	NY	10022
Phillips Lytle LLP	William J Brown Angela Z Miller	3400 HSBC Center	Buffalo	NY	14203

# **EXHIBIT S**

Company	Contact	Address1	City	State	Zip
Thurbert E Baker Attorney General	Oscar B Fears III Assistant Attorney General	40 Capitol Square SW	Atlanta	GA	30334

# **EXHIBIT T**

Company	Contact	Address1	City	State	Zip
Dreier LLP	Paul Traub Maura I Russell Anthony B Stumbo	499 Park Ave 14th Fl	New York	NY	10022

# **EXHIBIT U**

Company	Contact	Address1	Address2	City	State	Zip
Klestadt & Winters LLP	Counsel for InteSys Technologies Inc	Tracy L Klestadt Esq	292 Madison Avenue 17th Floor	New York	NY	10017-6314



# **EXHIBIT V**

Company	Contact	Address1	City	State	Zip
Liquidity Solutions Inc	Dana P Kane	One University Plaza Ste 312	Hackensack	NJ	07601

# **EXHIBIT W**

Company	Contact	Address1	Address2	City	State	Zip
Louisiana Department of Revenue	Collections Division, Bankruptcy Section	PO Box 66658		Baton Rouge	LA	70896
Louisiana Department of Revenue Legal Division	Florence Bonaccorso-Saenz	617 North Third Street	PO Box 4064	Baton Rouge	LA	70821-4064